

Edgar Filing: RIVIERA HOLDINGS CORP - Form 8-K

RIVIERA HOLDINGS CORP  
Form 8-K  
May 17, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities and Exchange Act of 1934

Date of Report (Date of earliest event reported): May 16, 2006

RIVIERA HOLDINGS CORPORATION  
(exact name of registrant as specified in its charter)

|                                                              |                                              |                                                        |
|--------------------------------------------------------------|----------------------------------------------|--------------------------------------------------------|
| Nevada<br>(State or other<br>jurisdiction of<br>corporation) | 000-21430<br><br>(Commission<br>File Number) | 88-0296885<br><br>(IRS Employer<br>Identification No.) |
|--------------------------------------------------------------|----------------------------------------------|--------------------------------------------------------|

|                                                                                |                     |
|--------------------------------------------------------------------------------|---------------------|
| 2901 Las Vegas Boulevard<br>Las Vegas, Nevada<br>(Address of principal office) | 89109<br>(Zip code) |
|--------------------------------------------------------------------------------|---------------------|

|                                                       |                |
|-------------------------------------------------------|----------------|
| Registrant's Telephone number,<br>including area code | (702) 794-9237 |
|-------------------------------------------------------|----------------|

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On May 16, 2006, Ronald P. Johnson, Executive Vice President of Gaming Operations of Riviera Operating Corporation and President of Riviera Black Hawk, Inc. (both of which are subsidiaries of Riviera Holdings Corporation (the "Company")), notified us of his resignation from all of his positions with the Company and its subsidiaries. His resignation, which is for personal reasons, is effective as of May 16, 2006.

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William L. Westerman, the Company's Chief Executive Officer and interim Chief Financial Officer, has been appointed as President of Riviera Black Hawk, Inc. effective May 16, 2006, with no change in Mr. Westerman's current employment agreement or compensation. Copies of Mr. Westerman's employment agreement and prior amendments thereto are filed as exhibits in the Company's reports filed with the Securities and Exchange Commission (the "SEC") under the Securities Exchange Act of 1934, as amended, including Form 10-K (as amended) for the year ended December 31, 2005 ("2005 Form 10-K"). Other information concerning Mr. Westerman appears in the 2005 Form 10-K and in the Company's proxy statement for its 2005 annual meeting of shareholders, filed with the SEC on April 22, 2005.

### Section 9 - Financial Statements and Exhibits

#### Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits:

99.1 Riviera Holdings Corporation press release, dated May 17, 2006.

### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 17, 2006

RIVIERA HOLDINGS CORPORATION

By: /s/ Tullio Marchionne  
Secretary



